

O'CONNOR PLAYDON GUBEN & INOUE LLP
A LIMITED LIABILITY LAW PARTNERSHIP

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Attorney for Debtors and
Debtors-in-Possession,
AGU PLUS, LLC and AGU-V, INC.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF HAWAII

In re
AGUPLUS, LLC,
Debtor and
Debtor-in-Possession.

Case No. 19-01529
Case No. 19-01530
(Chapter 11)
(Jointly Administered)

In re
AGU-V, INC.,
Debtor and
Debtor-in-Possession.

Hearing:
Date:
Time:
Judge: Honorable Robert J. Faris

**MOTION TO AUTHORIZE SALE OF PERSONAL PROPERTY AND
PAYMENT OF LIQUIDATOR AND FOR RELATED RELIEF;
EXHIBIT A**

Rika Takahashi, the Responsible Person of AguPlus, LLC and Agu-V,
Inc., jointly administered, moves this Court as follows:

1. To authorize the Debtor to sell in lots or in bulk, at public auction sale or private sale, through eBay, Craigslist, or a similar online method, Debtors' personal property used in Debtors' business as a ramen restaurant located at the Debtors' formerly leased premises at,

Ward Village (currently closed)
1200 Ala Moana Blvd., #657
Honolulu, HI 96814

Ala Moana Center (currently closed)
1450 Ala Moana Blvd., 2nd Floor
Honolulu, HI 96814

2146 Kalakaua Avenue, #101 (currently closed)
Honolulu, HI 96815

Pearlridge (currently closed)
98-1005 Moanalua Road
Aiea, HI 96701

Marketplace (currently closed)
590 Farrington Highway, Suite 510
Kapolei, HI 96707

Central Kitchen (currently closed)
2300 N. King Street, Suite 101
Honolulu, HI 96819

925 Isenberg Street (to be reopened)
Honolulu, HI 96826

including furniture, fixtures and equipment, to the extent available and any other property owned by "Debtors" which is identified by the Debtors being appropriate to include in the proposed sale (the "Property").

2. To authorize the Debtor to pay David Bradt of Finders Keepers Etc. dba Oahu Auctions (“Oahu Auctions”) fees and costs as per the Order of December 18, 2019, authorizing the employment of David Brandt, and allow Oahu Auctions to deduct its fee and costs from the gross sales proceeds without any further order this Court, and direct Oahu Auctions to pay the net proceeds to the Estate, subject to Oahu Auctions providing a detailed accounting to the Trustee of the auction results and proceeds.

3. To order the Property be sold free and clear. The Debtors are informed that the Property is not encumbered or subject to any valid security interest.

4. To include provisions pursuant to Rule 6004(h) of the Federal Rules of Bankruptcy Procedure that there shall not be a 14 day stay from entry of Order granting the Motion to allow Oahu Auctions the flexibility to place the Property in an appropriate auction or to make a private sale, through eBay, Craigslist, or a similar online method when an opportunity arises.

5. Attached as Exhibit A to Declaration of Rika Takahashi are the items of personal property sold in the online auction of the Ala Moana Agu Ramen location.

6. An Exhibit B will be provided as additional personal property is “identified” and sold or liquidated by auction or private sale.

This Motion is based upon 11 U.S.C. §§ 327 and 363(b), Rule 2002 and 6004 of the Federal Rules of Bankruptcy Procedure, LBR 6004-1(e) and 9013-1(c), the Declaration of Rika Takahashi and such other and further matters as may be presented herein.

DATED: Honolulu, Hawaii, January 27, 2020.

A handwritten signature in black ink, appearing to read "Jerrold K. Guben", is written over a horizontal line.

JERROLD K. GUBEN
Attorney for Debtors
and Debtors-in-Possession
AGUPLUS LLC and AGU-V, INC.

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**DECLARATION OF RIKA TAKAHASHI;
EXHIBIT A**

I, RIKA TAKAHASHI, hereby declare as follows:

1. I have personal knowledge of facts stated in this Declaration and if called as a witness in this action, I could and would testify to all matters set forth herein of my own knowledge.

2. I am the duly appointed Designated Responsible Person of the Estate of AguPlus, LLC and Agu-V, Inc., the jointly administered Debtors-in-Possession (“Debtors”), and submit this Declaration in support of the Motion to Authorize Sale of Personal Property and Payment of Liquidator and for Related Relief filed herewith.

3. The record reflects that this bankruptcy case was commenced as a Chapter 11 case by a voluntary petition filed on November 29, 2019. At the time of the filing, the Debtors had ceased operations and had closed the following locations:

Ward Village (currently closed)
1200 Ala Moana Blvd., #657
Honolulu, HI 96814

Ala Moana Center (currently closed)
1450 Ala Moana Blvd., 2nd Floor
Honolulu, HI 96814

2146 Kalakaua Avenue, #101 (currently closed)
Honolulu, HI 96815

925 Isenberg Street (currently closed)
Honolulu, HI 96826

Pearlridge (currently closed)
98-1005 Moanalua Road
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Marketplace (currently closed)
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4. The Debtors' personal property primarily was and is located at leased premises in the above-referenced locations, and at a storage locker at a public storage facility in Pearl City, Hawaii.

5. On and after December 18, 2019, David Brandt of Finders Keepers, ETC., a Nevada corporation, dba Oahu Auctions ("Oahu Auctions"), who was the Court approved auctioneer for the Debtors, inspected the personal property at the various leased premises, where he could obtain access, including the Ala Moana Shopping Center, Waikiki and Kapolei Market Place locations, and public storage locker in Pearl City, Hawaii. At other locations, the landlords had disposed of the personal property when a writ of possession was issued, or had relet the premises to a new tenant and the estate property was difficult to identify.

6. On December 18, 2019, an Order Granting Application of Professional under 11 U.S.C. § 327(a) (Docket 54) was entered, authorizing employment of Oahu Auctions to assist the Debtors as liquidator.

7. I proposed to sell Debtors' personal property used in the Debtors' ramen restaurant business at the several locations as per foregoing Motion, and the property owned at the Ala Moana location, which is identified in Exhibit A, as being appropriate to include in the proposed sale (the "Property"), in

bulk or in lots, at public auction sale or private sale, through eBay, Craigslist or a similar online method. The sale of the items on Exhibit A raised \$33,000.00.

8. There are no security interests in the personal property shown in the Debtors' Schedules and confirmed by a Financing Statement and Lien Report dated November 26, 2019.

9. In my opinion, a sale of the Property as contemplated herein is in the best interest of the Estate and its creditors to realize value for the Estate and its creditors. Because the Property primarily is located on leased premises, any delay in the liquidation of the Property could expose the Estate to security risks and unnecessary administrative expense. A prompt sale is therefore appropriate.

10. Before the petition was filed, all of the Hawaii locations were subject to complaints for summary possession and a review of the docket in the civil cases indicates that writs of possession were issued, in almost all of the proceedings, except for the Isenberg location.

Virginia Lumapas Taran v. Ezogiku Inc., et. al., Civil No. 1RC19-1-00537 (Honolulu District, State of Hawaii)

St. Louis Alumni Association v. AguPlus LLC, Civil No. 19-1-7060 (Honolulu District, State of Hawaii)

GGP Ala Moana LLC v. Iyo Seimen USA, Inc., et. al., Civil No. 1RC19-1-5527 (Honolulu District, State of Hawaii)

Roland Casamina v. AguPlus, et. al., Civil No. 1RC19-1-05938 (Honolulu District, State of Hawaii)

Kapolei v. AguPlus LLC, et. al., Civil No. 19C19-1-04563
(Honolulu District, State of Hawaii)

Pearlridge v. AguPlus LLC, et. al., Civil No. 19-1-05055
(Honolulu District, State of Hawaii)

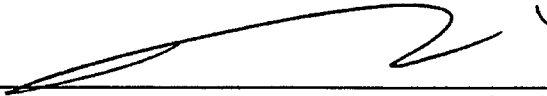
11. With the entry of the writs of possession pre-petition, several of the landlords relet the premises. Mr. Brandt has inspected the various former Agu Ramen locations to see if any identifiable AguPlus property is still available and removable, or if the personal property has been disposed of by the landlords.

12. Some landlords pre-petition, simply disposed of the furniture, fixtures and equipment before the Debtors could, post-petition, inventory the property or the property up for sale. Mr. Brandt is negotiating with several landlords to identify and sell some of the equipment that had not been disposed of by the landlord, and could be identified as being property of the estate, or property of the landlord, or property of the new tenant.

13. I also will sell any other property owned by Debtor not located at the leased premises that I find and determine is appropriate to include in the proposed sale, including property at a public storage locker in Pearl City, Hawaii, by separate motion (Exhibit B to be provided), as additional personal property is “identified” sold or liquidated.

I DECLARE UNDER PENALTY OF PERJURY THAT THE
FOREGOING IS TRUE AND CORRECT.

DATED: Honolulu, Hawaii, January 22, 2020.



RIKA TAKAHASHI

Items Current Bid Summary

Lot	Title
1	Bar-Height Pedestal Table (48" x 30" x 42"H) w/ 4 Red Metal Chairs
2	Bar-Height Pedestal Table (48" x 30" x 42"H) w/ 4 Red Metal Chairs
3	Bar-Height Pedestal Table (48" x 30" x 42"H) w/ 4 Red Metal Chairs
4	Wood Laminate Table (8ft x 30" x 30.5"H) w/ 10 Red Metal Chairs
5	Wood Laminate Table (48" x 30" x 30.5"H) w/ 4 Red Metal Chairs
6	Wood Laminate Table (48" x 30" x 30.5"H) w/ 4 Red Metal Chairs
7	Wood Laminate Table (48" x 30" x 30.5"H) w/ 4 Red Metal Chairs
8	Wood Laminate Table (48" x 30" x 30.5"H) w/ 4 Red Metal Chairs
9	Row of 4 Tables (48" x 30" x 30"H each), 3 Booth Bench Seats & 4 Red Metal Chairs
10	Row of 4 Tables (30" x 24" x 30"H each), 3 Single Booth Bench Seats & 2 Red Metal Chairs
11	Row of 4 Tables (30" x 24" x 30"H each), 3 Single Booth Bench Seats & 2 Red Metal Chairs
12	Row of 4 Tables (30" x 24" x 30"H each), 3 Single Booth Bench Seats & 2 Red Metal Chairs
13	True TUC-48 Double Door Undercounter Refrigerator 48" x 30" x 36"H
14	True GDM-23-HC Glass Door Refrigerated Merchandiser 27"W x 30"D x 78.5"H

Exhibit A

Lot	Title
15	Maruzen Unit 22"W x 29"D x 41" back height
16	Pitco Stainless Steel Commercial Deep Fryer 16"W x 34"D x 45.5" back ht
17	American Range Single Countertop Burner 18"W x 20.5"D x 19"H
18	American Range Countertop 4-Burner Unit 24"W x 29.5"D x 14.5"H
19	Square Stainless Steel Work Table w/ Edges & Undershelf 36.5"W x 30"D x 25"H
20	Tanico Commercial 6 Hole Noodle Cooker Pasta Cooking Machine 25.5"W x 29.5"D x 41"H
21	Stainless Steel Double Sink w/ 2 Faucets 36"W x 21"D x 35.5"H
22	Freestanding Stainless Steel Double Sink w/ 2 Faucets & Counter 57"W x 24"D x 33"H
23	Turbo Air TST-48SD Double Door Refrigerated Sandwich Prep Table 48" x 30" x 44" back ht
24	Nemco Bargreen Ellingson Commercial Food Warmer 14.5"W x 22.5"D x 8.5"H
25	Rectangle Stainless Steel Work Table w/ Undershelf 14.5"W x 22.5"D x 27.5"H
26	True TWT-48 Double Door Worktop Undercounter Refrigerator 48.5" x 30.5" x 36" surface ht
27	Sharp 1000W/R-21LC Microwave Oven 20.5"W x 15"D x 12"H
28	Atlanta Culinary Equipment SEE18181P Stainless Steel Sink (approx. 21" x 19")
29	Stainless Steel Solid Wall Mount Utility Shelf (120" Long, 12" Depth)
30	Stainless Steel Solid Wall Mount Utility Shelf (120" Long, 12" Depth)
32	Stainless Steel Single Sink w/ Faucet 27"W x 27.5"D x 45" back ht
33	Wall Mounted Magnet Knife Holder w/ 5 Knives
34	Stainless Steel Commercial Deep Fryer w/ Misc Baskets 26"W x 33.5"D x 45"H
35	True T-43F Solid 2 Door Reach-In Freezer 47"W x 30"D x 83"H
36	Stainless Steel Commercial Prep Table w/ Open Front Shelf & Cabinet 48"W x 30"D. 35.5" surface ht
37	Elkay Foodservice Products M01 Stainless Steel Wall Mount Utility Shelf (36" Long, 12" Depth)
38	Elkay Foodservice Products M01 Stainless Steel Wall Mount Utility Shelf (36" Long, 12" Depth)
39	Hoshizaki Model KM-515MAH Ice Cube Machine w/ Bin 22.5"W x 33"D x 76.5"H
40	GSW Stainless Steel Work Table w/ Undershelf 60" x 30" x 35.5"H
41	Qty 3 Nemco Commercial Soup Warmers
42	Qty 3 Gray Rolling Heavy Plastic Trash Cans (2-Ft Tall)
43	Metal Wire Shelf (36"W x 16"D x 55"H) w/ Contents: Scale, Glasses, Trays, etc
44	Freestanding Stainless Steel Single Sink w/ Faucet 19" x 14.5"
45	Qty 2 Elkay Foodservice Products M01 Stainless Wall Mount Utility Shelf (36" Long x 12" Depth)
46	Jackson Conserver XL Commercial Dishwasher & Double Sink Unit (main unit 74"L x 30.5"D, sink unit 56
47	True T-49 Solid 2 Door Reach-In Commercial Refrigerator 54"W x 30"W x 83"H, Has Wheels
48	True T-439 Solid 2 Door Reach-In Commercial Refrigerator 47"W x 30"W x 83"H, Has Wheels
49	Qty 2 Short Stainless Steel Stands (each 18" x 28" x 16.5"H)
50	Alto-Shaam Model 1200-UP Halo Heat 2 Section Rolling Cook & Hold Oven 25"W x 29"D x 75"H
51	Yamato S1284US Ramen Noodle Maker, Press & Cutter Machine 54"W x 32"D x 56.5 overall ht (SEE NOTE)
52	Thunder Group 4-Tier Shelving Unit 47.5"W x 24"D x 74"H
53	Multiple Misc Cartons Indoor/Outdoor Ceramic Tile & Trim
54	LG Direct Drive Stacking Front Loading Washer (model WM1355HW) & Dryer (model DLEC855W), 66.5" Ht St
55	Freestanding Stainless Steel Double Sink w/ Faucet 44.5" x 24.5" x 45" back ht
56	Qty 6 Misc Heavy Duty Stackable Plastic Trays Bins
57	Frigidaire Top Loading Freezer Unit 37"W x 20"D x 32"H
58	Eagle Stainless Steel Work Prep Table w/ 2 Undershelves 48" x 18" x 33.5"H
59	Thunder Group 4-Tier Wire Shelf Unit 47.5"W x 24"D x 74"H
60	Multiple Misc Black Serving Plats & Ramen Bowls

Lot	Title
61	4-Tier Wire Shelving Unit 47.5"W x 18"D x 74"H
62	Qty 3 Plastic Bins w/ Aprons, Three Snow Netting, Mop Heads, etc
63	Metal Locker Unit w/ 15 Individual Locking Compartments (3 vertical units), 1 unit measures 12"W x 1
64	Metal Locker Unit w/ 20 Individual Locking Compartments (4 vertical units), 1 unit measures 12"W x 1
65	Approx. 3 Dozen Libbey 3812 Pilsner Glasses, 12oz
66	Qty 4 Cases (2 dozen each case) Libbey 3057 Perception Stemmed Wine Glasses
67	Qty 4 GSW (model AA-301) Twist Handle Waste Valve
68	Multiple Misc Wood Bamboo Steamer Baskets w/ Lids & Misc Plates
69	Multiple Misc Utensils - Funnels, Strainers, Ladles, etc
70	Qty 5 Heavy Duty Cooking Pots, Stew Pot w/ Lid & Frying Pan
71	Misc Boxes Karat Round Deli Containers, Dart J-Cups, etc
72	Qty 5 Receptable Bins - 3 Rectangle (Black) & 2 Square (Gray)
73	POS Terminal w/ Cords & Epson Receipt Printer
74	3M Micro Touch POS System w/ Card Reader, Cords & Epson Receipt Printer
75	Volcano Compact Portable Gas Stove (model LMS-2500B) w/ 4 Sun M-1 Fuel Cans & Compact Gas Stove
76	Multiple Misc Stainless Steel Bowls, Cooling Racks, Scissors, etc
77	Qty 11 Commercial Baking Pans
78	Qty 4 Stainless Steel Soup Insert Containers w/ 3 Lids
79	Qty 4 Stainless Steel Square Containers w/ 1 Lid
80	Multiple Misc Size Stainless Steel Soup Stew Insert Serving Containers
81	Corrugated Metal Pig Blackboard & Painted Dancing Pigs Figurine 7.5"H
82	Qty 6 New 'AGU' h2go Force Thermal Beverage Containers in Misc Colors
83	Black Wood Bench w/ Red Upholstered Seat 41.5" x 18" x 17.5"H
84	Black Wood Bench w/ Red Upholstered Seat 41.5" x 18" x 17.5"H
85	Black Wood Bench w/ Red Upholstered Seat 41.5" x 18" x 17.5"H
86	Black Wood Bench w/ Red Upholstered Seat 41.5" x 18" x 17.5"H
87	Multiple Misc Square Plastic Dishwasher Baskets
88	Qty 3 Baby High Chairs & 3 Booster Seats
89	Approx. Qty 15 AGU Pig Emblem Mugs
90	Large Lot of Misc. Lacquered Bowls, Trays, Platters
91	Lot of Banded Bamboo Bowls
92	Misc. Wall-Mount Paper Towel Dispensers & Hand Sanitizer Dispensers
93	Qty 2 Step Ladders

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